

FILED

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division

2007 OCT 18 P 2:41

CLERK US DISTRICT COURT
ALEXANDRIA, VIRGINIA

EUGENE P. PHILLIPS,
Plaintiff,

vs.

Civil Action No.

07cv1049
CMH/TRJ

THOMAS W. GILMORE, CYNTHIA D.
GILMORE, MICHAEL WISLOSKI,
MICHAEL MARK, and OMEGA DEFENSE
SYSTEMS, INC. a/k/a/ OMEGA SYSTEMS,
INC.,

Defendants.

COMPLAINT

Plaintiff, Eugene P. Phillips ("Phillips") files this Complaint against the above-named Defendants and, in support thereof, alleges as follows:

Nature of the Dispute

1. This is a diversity action seeking declaratory and preliminary injunctive relief to (a) enjoin Defendants' efforts to oppress and unlawfully squeeze Phillips out of his minority 33.3 percent ownership interest in Defendant Omega Defense Systems, Inc. a/k/a Omega Systems, Inc. ("Omega"); (b) void the individual Defendants' unlawful conversion of Phillips' Omega shares; (c) restore Phillips to his original 33.3 percent ownership of Omega before the individual Defendants began their unlawful campaign to squeeze him out; (d) restrain the sale of Omega and its assets pending full restoration of Phillips' ownership interest in Omega and dissolution of Omega pursuant to Va. Code §13.1-747; (e) require Defendants to indemnify Phillips for his personal guarantees of credit extended to Omega; and (f) dissolve Omega or, at a minimum, appoint a receiver due to the individual Defendants' wrongful oppression and waste pursuant to

Va. Code §13.1-747. This action also seeks an award of damages and attorneys' fees and costs to remedy the harm Phillips has suffered from the individual Defendants' unlawful deprivation of his ownership interest in Omega.

The Parties

2. Phillips is a former disabled U.S. Marine Corps pilot and veteran of the Gulf War who resides at 1314 Woodmere Drive, Mandeville, Louisiana 70471. Phillips is a founding shareholder of Omega who, until recently, owned 33.3 percent of Omega's outstanding shares. Through their unlawful dilution of his shares, the individual Defendants now claim that Phillips owns a mere 1.68 percent of Omega's shares. From Omega's creation on February 10, 1998 to the present, Phillips has been a member of Omega's Board of Directors.

3. Defendant Thomas W. Gilmore ("T-Gilmore") is an adult individual who resides at 2521 West Red Fox Road, Phoenix, Arizona 85085. T-Gilmore has been Omega's President and Chairman of its Board of Directors since its inception in 1998. As a result of his unlawful conversion of Phillips' shares in conspiracy with the other individual Defendants, T-Gilmore claims to own 31.89 percent of Omega's shares. T-Gilmore is married to Defendant Cynthia D. Gilmore ("C-Gilmore").

4. C-Gilmore is an adult individual who resides at 2521 West Red Fox Road, Phoenix, Arizona 85085. C-Gilmore is Omega's Secretary and Treasurer and, like her husband, she is a member of Omega's Board of Directors. As a result of her unlawful conversion of Phillips' shares in conspiracy with other individual Defendants, C-Gilmore claims to own 18.09 percent of Omega's shares.

5. Defendant Michael Wisloski ("Wisloski") is an adult individual who resides at 13390 Packard Drive, Woodbridge, Virginia 22193. Wisloski is Omega's Vice President and,

like his co-conspirators, he is a member of its Board of Directors. As a result of his unlawful conversion of Phillips' shares in conspiracy with other individual Defendants, Wisloski claims to own 23.22 percent of Omega's shares.

6. Defendant Michael Mark ("Mark") is an adult individual who resides at 1730 Smoke Ridge Drive, Colorado Springs, Colorado 80919. According to Omega's 2006 Annual Report, Mark was a Vice President and member of Omega's Board of Directors. While Mark is not identified as an officer or director in Omega's 2007 Annual Report, he claims to own 7.77 percent of Omega's shares which, upon information and belief, he obtained through the unlawful conversion of Phillips' shares in conspiracy with the other individual Defendants.

7. Omega is a corporation organized and existing under the laws of the Commonwealth of Virginia, having been incorporated on February 10, 1998, in Stafford County, Virginia. *See* Articles of Incorporation (attached as Exhibit A); Omega's 1999-2007 Annual Reports filed with the Virginia Corporation Commission (attached as Exhibit B).

Jurisdiction and Venue

8. This Court has subject matter jurisdiction under 28 U.S.C. §1332 because the matter in controversy exceeds the sum of \$75,000, exclusive of interest and costs, and because it is between citizens of different states.

9. Venue is proper in this Court under 28 U.S.C. §1391, because many, if not most, of the events giving rise to Phillips' claims occurred in this district, some of the Defendants reside in this district, and Omega is a Virginia corporation that has an office and does business in this district.

Factual Background

10. Omega was founded in 1998 by several former Marines—including Phillips—to develop business process analysis and engineering support services for the United States Marine Corps. *See* Omega Website (attached as Exhibit C). Since that time, Omega's functional area analysis (FAA) and operational architecture expertise has allowed the company to identify future military and Homeland Security capability gaps and develop cutting-edge solutions for its target markets. *Id.* Omega's core competencies are: Program Management; Studies and Analysis; Professional Services and Information Technology. *Id.* Omega is a diversified firm offering C4ISR engineering and analysis, C2 engineering and analysis, military process analysis and support, program management, professional services and systems integration. *Id.*

11. Omega's home office and principal place of business was 3213 Aquia Drive, Stafford, VA 22554 from approximately 1998 to 2000, then 3896 Lansing Court, Dumfries, VA 22026 and/or Colorado Springs, CO from approximately 2000 to 2003, then 1112 Blackbeard Drive, Stafford, VA 22554 from approximately 2003 to 2005, and then 22601 N. 19th Avenue, Suite 116, Phoenix, AZ 85027 from approximately 2005 to the present. *See* Exhibits A-C. Along with its home office in Arizona, Omega currently maintains offices in Virginia and Colorado.

Phillips Helps Form Omega

12. Relying on expertise developed during his tenure in the Marine Corps – including active duty in the Gulf War – Phillips formed Omega along with the help of several other ex-Marines. To this end, Phillips invested several thousand dollars in Omega by purchasing 33.3 percent of its shares. This made Phillips a one-third owner of Omega.

13. Phillips also personally guaranteed Omega's initial \$75,000 start-up loan.

14. For a short period, Phillips also worked for Omega without pay. It soon became clear, however, that as a start-up company, Omega could not afford to pay all of the founding shareholders a living wage. As a consequence, Phillips returned to active duty with the Marine Corps in August 1998 but, at all times thereafter, remained a member of Omega's Board of Directors and one of its largest shareholders.

15. Along with Phillips, Omega's original shareholders included the following:

- a. Eugene Phillips (33.3 percent of issued shares);
- b. Cynthia Gilmore (33.3 percent of issued shares);
- c. Michael Wisloski (33.3 percent of issued shares); and
- d. Armad Kittrell (.1 percent of issued shares).

See Consent Resolution of Omega's Board of Directors and Omega Shares Issued To Phillips (attached as Exhibit D).

16. From its inception in 1998 to the present the following individuals have served as Directors and Officers of Omega:

- A. Thomas Gilmore, President (1998-present) and Director (1998-present);
- B. Cynthia Gilmore, Secretary and Treasurer (1998-2002, 2005-present), Secretary (2003-2004) and Director (1998-present);
- C. Michael Wisloski, Vice-President (1998-present) and Director (1998-present);
- D. Michael Mark, Vice-President (2003-2005) and Director (2005);
- E. Eugene Phillips, Director (1998-present);
- F. Charles Collins, Treasurer (2003-2004) and Director (2003-2004, 2006-present);
and
- G. Armad Kittrell, Officer (1998) and Director (1998).

See Exhibit A and B.

Phillips' Ongoing Contributions To Omega

17. From Omega's creation until the present, Phillips has served as a member of its Board of Directors without any compensation.

18. From its creation until the present, Omega has used Phillips' status as a disabled veteran to its advantage in seeking to obtain federal government contracts principally with the military and Department of Homeland Security.

19. From Omega's creation until the present, Phillips has used his background to provide assistance to Omega in bidding for federal government contracts. These services have been without compensation.

20. From Omega's creation until the present, Phillips has received no stock dividends or distributions of any kind from Omega.

21. From Omega's creation until the present, Phillips has personally guaranteed hundreds of thousand of dollars in the form of numerous loans to Omega. Absent these loans, Omega would not have been able to survive and ultimately thrive as a government contractor.

Oppression Of Phillips Begins In 2003

22. By late 2003 the Omega Directors who were actively involved in the business, T-Gilmore, C-Gilmore, Wisloski and Mark (collectively, the "Insiders") began agitating for increased ownership of the company based upon their self-serving claim that they were underpaid. The Insiders therefore "restructured" the ownership of Omega for their own benefit so that (in their view) Omega was now owned as follows (the "2003 Conversion"):

- a. Cynthia Gilmore, 35 percent;
- b. Mike Wisloski, 32.4 percent;
- c. Eugene Phillips, 20 percent;
- d. Mike Mark, 10 percent;

- e. Motorskill Ventures Group, 2.5 percent; and
- f. Others, 0.1 percent.

See Minutes To Omega's Annual Board Meeting dated 10/29/03 (attached as Exhibit E).

23. At the same October 29, 2003 Board meeting, the Insiders voted to forgive insider loans they had previously caused Omega to make to themselves (the "Loan Forgiveness"). *See Exhibit E at 6.*

24. Prior to taking such action, the Insiders offered no independent study or other evidence to support their unfounded claim that they had been underpaid. Nor did the Insiders establish that the Board had ever approved the accrual of unpaid salaries they claimed they were owed for past services. Accordingly, Phillips objected to the 2003 Conversion that reduced his ownership to 20 percent and the Loan Forgiveness but, in the end, he was forced to go along in order to appease the Insiders and to avoid being totally squeezed out of the company.

25. By 2004, Omega's sales, profitability and projected sales and profitability were increasing and the Insiders decided to attempt to sell Omega. *See Notice of Annual Meeting of Shareholders (October 25, 2004) (attached Exhibit F).* Omega retained the services of Silverleaf Consulting, LLC to assist with finding a buyer. *Id.*

The Insiders' Efforts To Squeeze Phillips Out Of Omega In 2007

26. Around April of 2007, the Insiders (other than Mark who had left the company by then) claimed that from 1999 through 2006 they allegedly were not appropriately paid and therefore a "gap" existed between their actual compensation and what the company should have been paying them in the amount of \$787,865.00 (the "wage gap"). *See April 27, 2007 Mem. from T-Gilmore to Owners (attached as Exhibit G).* Later, as set forth below, the Insiders used their wage gap claim to disguise their true motive of depriving Phillips of his ownership interest in Omega by issuing hundreds of thousands of additional shares to themselves to redistribute

ownership of the company. *Id.* Phillips objected not only to the Insiders' wage gap claim but also their unfair, unjustified, and unlawful efforts to further dilute Phillips' ownership of Omega.

27. In the Spring 2007, T-Gilmore called Phillips to advise him that he was going to "buy out" Phillips' ownership interests in Omega for what Phillips later learned was only around five percent of Omega's estimated value. When Phillips advised T-Gilmore that he did not want to be bought out, T-Gilmore became angry and stated that he wanted Phillips out and that he was already talking to a lawyer for this purpose.

28. On August 10, 2007, the Insiders (except Mark), acting through T-Gilmore, suddenly advised Phillips and Mark (another shareholder not then involved with the management of the company) that Omega was providing a "Notice of Capital Call" and therefore Phillips needed to immediately invest an additional \$500,000.00 and Mark needed to invest an additional \$250,000.00. *See* August 10, 2007 Email from T-Gilmore (attached as Exhibit H). Upon information and belief, this "capital call" was not directed at any others (including any Insiders), had no legitimate business purpose, and was, in fact, merely designed to intimidate the minority shareholders—Phillips and Mark—into believing that they only had one choice – *i.e.*, make a large additional investment in Omega or face near complete dilution of their stockholdings.

29. Not only was the purported "capital call" unlawful on its face, it was conducted in a manner that gave no opportunity to Phillips to raise the requested funds or even inspect Omega's books and records to determine whether Omega actually needed such a large cash infusion.

30. On Friday, August 24, 2007, the Insiders, acting through T-Gilmore, suddenly decided that a meeting of Omega's shareholders had to occur that same day, in violation of the minimum 10-days notice required by Va. Code Ann. §13.1-658. *See* August 24, 2007 Email

from T-Gilmore (attached as Exhibit I). When all shareholders could not participate the meeting was rescheduled to Monday, August 27, 2007—a date that was still not in compliance with the 10-day rule. *Id.*

31. On August 27, 2007, an Omega owners' meeting was held and Phillips participated by conference call. During this meeting, the Insiders claimed that their wage gap claim had swelled from \$787,865.00 on April 27, 2007 (*see* Exhibit G) to \$6,175,000.00 (\$5.6 million for T-Gilmore, his wife, C-Gilmore, and Wisloski, plus \$575,000.00 for Mark), a mere four months later. *See* Owners Meeting Minutes (August 27, 2007) (attached as Exhibit J). The Insiders gave no explanation for the purported eight-fold increase in their wage gap claim. When Phillips once again objected to the wage gap claim, including its enormous amount, lack of substantiation, and unfairness to the other shareholders and Omega itself, the Insiders “tabled” the issue for the next morning, August 28th. *Id.* When Phillips objected that he could not participate in the meeting the following morning but could participate later in the week, his objection was overruled.

32. On August 28, 2007, with C-Gilmore's acquiescence and approval, T-Gilmore, Wisloski, and Mark met without Phillips to use their alleged wage gap claim in the amount of \$6,175,000.00 as a mere subterfuge to justify their issuance of additional shares to themselves. *See* Owners Meeting Minutes (August 28, 2007) (attached as Exhibit J). By this time, the Gilmores and Wisloski had recruited Mark into their unlawful conspiracy to squeeze Phillips out by offering additional shares for allegedly owed back wages. Following the meeting, T-Gilmore sent an email to the shareholders with a schedule showing “the breakdown and plan for issuing new shares to compensate officers for lost wages and income over the last nine years.” *See* August 28, 2007 Email from T-Gilmore (attached as Exhibit L). According to this schedule,

Phillips' stock ownership has been diluted from 33.3 percent to 20 percent and now down to 1.68 percent by the issuance of 900,000 shares of stock to the Insiders (including Mark) based upon their unsubstantiated and unsupportable claim for millions of dollars in back wages allegedly owed by Omega.

33. On September 6, 2007, T-Gilmore sent an email to Omega shareholders requesting their vote on the Board Resolution Approving Transfer of Common Stock As Compensation For Services Provided By Certain Officers. This resolution caused the issuance of 900,000 shares of stock to the Insiders (including Mark) based upon the purported \$6,175,000.00 wage gap claim (the "2007 Resolution"). *See* September 6, 2007 Email from T-Gilmore (attached as Exhibit M).

34. On September 11, 2007, T-Gilmore sent an email to the Omega shareholders advising that the 2007 Resolution had passed with the affirmative vote of the Insiders who were receiving additional shares and over Phillips' objection (who was not receiving any additional shares and, instead, was suffering near complete dilution of his ownership interests). *See* September 11, 2007 Email from T-Gilmore (attached as Exhibit N).

35. On September 24, 2007, T-Gilmore advised the Omega shareholders that they were being sent new stock certificates that superseded all previous certificates issued by the company "to align the stock record" and to account for the issuance of 900,000 shares "to officers of the company that sacrificed wages and income over the last nine years." *See* Mem. dated September 24, 2007 from T-Gilmore (attached as Exhibit O). Phillips received a new certificate evidencing his new diluted ownership of 16,796 shares (1.68 percent). *Id.*

36. As a result of the 2003 Conversion and the 2007 Resolution, Phillips' stock ownership has been wrongfully diluted from 33 percent to only 1.68 percent. Based upon the

Insiders' current approximate \$15 million estimate of the fair market value of the company, this represents a loss of at least \$4.7 million to Phillips.

37. Throughout the Insiders' ongoing campaign to squeeze him out of Omega, Phillips has remained a guarantor of loans to Omega that total in the hundreds of thousand of dollars. The Insiders and Omega continue to benefit from Phillips' guarantees while, at the same time, Phillips' ownership interests in Omega has been diluted down to almost nothing.

38. The Insiders' efforts to oust Phillips, a founding shareholder, from Omega are unfair, oppressive, unlawful, and wholly unjustified.

**Refusal To Permit Phillips To Exercise His Rights As
A Shareholder and Director To Inspect Omega's Records**

39. On August 30, 2007, only days after the 2007 Resolution, Phillips requested the production of Omega books and records, including financial statements, tax returns and bylaws. *See* August 30, 2007 Email from Phillips to T-Gilmore, Wisloski and Mark (attached as Exhibit P). T-Gilmore responded on September 4th by rejecting such request and advising Phillips that he would have to come to Phoenix to review the records. *Id.*

40. On September 14, 2007, Phillips made another demand on Omega through counsel for the inspection and copying of Omega's records pursuant to Va. Code §§ 13.1-741 through 13.1-775. *See* Letter dated September 14, 2007 from S. Livingston to T-Gilmore (attached as Exhibit Q). This demand was made for Phillips as a shareholder and director of Omega in connection with the 2007 Resolution. The letter requested the production of the requested records by September 20, 2007. *Id.* Although Gilmore agreed to produce the requested records by September 26th, that never occurred.

41. On October 3, 2007, Phillips again repeated his demand for the inspection and copying of Omega's records through counsel. *See* Letter dated October 3, 2007 from S.

Livingston to T-Gilmore (attached as Exhibit R). To date, Omega has failed to produce the requested documents for inspection and copying except for the Articles of Incorporation and By-Laws.

42. Pursuant to Va. Code §§ 13.1-771, the Insiders had a duty to cause Omega to comply with Phillips' inspection and copying demand within five business days of the demand, or September 7th (based upon Mr. Phillips' August 30th demand) and certainly no later than September 20th (based upon his September 14th demand). Yet, the Insiders and Omega still have not complied. As a consequence, Phillips has filed a Complaint in Mandamus in the Circuit Court for Stafford County, Virginia to force the Insiders to provide the requested documents pursuant to the Virginia corporation code (the "Virginia litigation").

43. In retaliation for the Virginia litigation, the Insiders scheduled a special shareholders meeting for October 19, 2007 with only three days' notice in violation of Va. Code §13.1-658 (requiring a minimum of 10 days notice) for the purpose of "restructuring the Board of Directors." It thus appears that Phillips will be removed as a Director because he dared to challenge the Insiders' unlawful and oppressive conduct. *See* Official Notice And Call To Shareholders Of The Special Meeting Of Omega Defense Systems, Inc. (attached as Exhibit S).

44. It appears that, absent intervention by this Court, the Insiders will continue to oppress Phillips and ultimately squeeze him out of Omega entirely.

COUNT I
(Breach of Fiduciary Duty / Shareholder Oppression)
(Declaratory / Preliminary Injunctive Relief / Damages)

45. The allegations in paragraphs 1 through 43 are incorporated herein.

46. Under Article VIII of Omega's By-Laws (attached as Exhibit T) and the Virginia corporation code, the Insiders have a fiduciary duty as shareholders and directors of Omega to

act in good faith towards their fellow shareholders—including Phillips. As a corollary to this duty, the Insiders also have a duty to avoid disloyalty towards Omega's shareholders and not to engage in self-dealing.

47. The Insiders have violated their fiduciary duties to Phillips by engaging in the following conduct designed to oppress and squeeze him out of Omega:

- a. unilaterally diluting Phillips' ownership of Omega from 33.3 percent to 20 percent, and then to a mere 1.68 percent;
- b. causing Omega to pay them exorbitant and excessive salaries in the form of additional Omega stock based on the accrual of back wages that are entirely fictional;
- c. refusing to abide by Omega's By-Laws and Virginia law regarding the proper notice for and conduct of director and shareholder meetings;
- d. refusing to provide Phillips and his counsel with access to Omega's books and records in violation of his inspection rights under Virginia law as both a shareholder and director of Omega.

48. As a result of the Insiders' breach of the fiduciary duties that they owe to Phillips and their wanton oppression of him, Phillips is being denied his reasonable rights, privileges, entitlements, compensation, dividends/profit distributions and benefits as a 33.3 percent shareholder and director of Omega.

49. The Insiders' breach of their fiduciary duties to Philips was willful, wanton and malicious, and their outrageous conduct entitles him to an award of punitive damages in an amount to be determined at trial.

50. As a direct result of the Insiders' oppressive conduct and breach of the fiduciary duties that they owe to Phillips and their oppressive conduct toward them, Phillips is entitled to the following relief:

- a. declaratory and/or preliminary injunctive relief restoring Phillips ownership interest in Omega to 33.3 percent;

- b. preliminary injunctive relief precluding the sale of Omega or any of its assets without approval by this Court;
- c. preliminary injunctive relief requiring the Insiders to abide by Omega's By-Laws and Virginia law regarding the scheduling and conduct of all shareholder and director meetings and shareholder inspection rights;
- d. preliminary injunctive relief precluding the Insiders from removing Phillips as a member of Omega's Board of Directors;
- e. preliminary injunctive relief requiring the Insiders to indemnify Phillips for all personal guarantees that he had given to Omega and which remain outstanding;
- f. an award of compensatory and consequential damages to Phillips to equalize the compensation and other benefits taken from Omega by the Insiders compared to what he has received;
- g. an award of punitive damages; and
- h. an award of such other relief as the Court deems proper including attorney's fees and costs as well as prejudgment interest.

51. Absent the requested declaratory and injunctive relief, Phillips will suffer irreparable harm.

52. Phillips will likely succeed on the merits of his claim against the Insiders for oppression and breach of their fiduciary duties to him.

53. A balancing of the equities weighs heavily in favor of the grant of a preliminary injunction in favor of Phillips in that such relief will only restore what had been the status quo for Omega's entire corporate history.

54. Public policy favors preliminary injunctive relief where, as here, such relief involves the enforcement of shareholder rights and the protection of minority shareholders.

COUNT II
(Judicial Dissolution / Appointment of Custodian)

55. Paragraphs 1 through 54 are incorporated herein.

56. Under Va. Code §13.1-747, a corporation may be judicially dissolved where, as here, "[t]he directors or those in control of the corporation have acted, are acting, or will act in a manner that is illegal, oppressive, or fraudulent."

57. Under Va. Code §13.1-747, judicial dissolution also may be ordered when "[t]he corporate assets are being misapplied or wasted."

58. By converting Phillips' shares for their own benefit, the Insiders have acted unlawfully and oppressively within the meaning of Va. Code §13.1-747.

59. By awarding themselves millions of dollars for back wages never earned, approved, or justified by independent review, the Insiders have misapplied and wasted corporate assets within the meaning of Va. Code §13.1-747.

60. Under Va. Code §13.1-747(E), a court "may issue injunctions" or "appoint a receiver or custodian pendente lite" to take whatever action is necessary to preserve corporate assets and carry on its business until a final hearing can be held.

61. As a result of the Insiders' unlawful efforts to squeeze him out, Phillips seeks judicial dissolution of Omega or, in the alternative, appointment of a custodian until his claims against the Insiders are finally resolved.

62. As a result of the Insiders' unlawful and oppressive conduct toward him, Phillips seeks a preliminary injunction restoring his ownership in Omega to 33.3 percent before this Court orders judicial dissolution.

63. Consistent with such injunctive relief, Phillips seeks an order from this Court requiring any judicial dissolution of Omega or buy out of Phillips' shares therein pursuant to Va. Code §13.1-749.1 to be based on his rightful ownership of 33.3 percent of Omega's shares.

Accordingly, in the event of a buy-out, Phillips requests that he receive "fair value" for his 33.3 percent ownership of Omega in accordance with Virginia's judicial dissolution statute.

COUNT III
(Conversion)
(Injunctive Relief / Damages)

64. Paragraphs 1 through 63 are incorporated herein.

65. The Insiders have unlawfully converted Phillips' ownership interest in Omega for their own benefit in violation of his shareholder rights under Omega's By-Laws and Virginia law.

66. As a result of such conversion, Phillips is entitled to have his ownership interest in Omega fully restored or, in the alternative, an award of damages to compensate him for such loss.

COUNT IV
(Accounting)

67. Paragraphs 1 through 66 are incorporated herein.

68. As a result of the Insiders' unlawful conduct, Phillips is entitled to an accounting of all salaries, bonuses, benefits, expenses, perquisites, loans, dividends, profit distributions, stock and other payments received directly or indirectly by the Insiders from Omega.

JURY TRIAL DEMANDED.

Dated: October 18, 2007

Respectfully submitted,



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EXHIBIT A

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond,

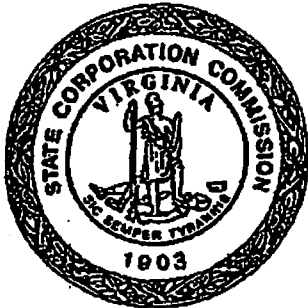
February 10, 1998

This is to Certify that the certificate of incorporation of

OMEGA SYSTEMS, INC.

*was this day issued and admitted to record in this office
and that the said corporation is authorized to transact its business
subject to all Virginia laws applicable to the corporation and its
business. Effective date:*

February 10, 1998



State Corporation Commission

William J. Bridge

Clerk of the Commission

Articles of Incorporation
of
Omega Systems, Inc.

Pursuant to Chapter 9 of Title 13.1 of the Code of Virginia, the undersigned individual submits these Articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the corporation is: Omega Systems, Inc.

Article 2. The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be organized under the laws of the State of Virginia, and to have all powers which are afforded to corporations under the laws of the state of Virginia.

Article 3. The duration of this corporation shall be perpetual.

Article 4. The corporation is authorized to issue 1000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the Bylaws of the corporation.

Article 5. Located in the County of Stafford, the corporation's initial registered office address is: 3213 Aquia Drive, Stafford, VA 22554.

Article 6. The corporation's initial registered agent is an individual, a resident of the state of Virginia, and an initial director of the corporation. The name of the corporation's initial registered agent, whose business office is identical to the initial registered office above, is: Cynthia D. Gilmore.

Article 7. The names and addresses of the initial Directors, consisting of four(4) individuals are:

Cynthia D. Gilmore	3213 Aquia Drive, Stafford, VA 22554
Tom W. Gilmore	3213 Aquia Drive, Stafford, VA 22554
Eugene P. Phillips	3402 Aquia Drive, Stafford, VA 22554
Armad J. Kitzre	1187 Spring Lake Drive, Stafford, VA 22554

Article 8. A director of the corporation shall not be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby affirms, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true.

Date:

February 9, 1998

Name of Incorporator:

Cynthia D. Gilmore

Address of Incorporator:

3213 AQUIA DR. STAFFORD, VA 22554

Signature of Incorporator:

C. D. Gilmore

EXHIBIT B

Virginia State Corporation Commission

Page 1 of 1

Commonwealth
of VirginiaState
Corporation
Commission

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CIS

CORPORATE DATA INQUIRY

08

22

CORP ID: 0498087 - 6 STATUS: 00 ACTIVE STATUS DATE:

CORP NAME: Omega Defense Systems, Inc.

DATE OF CERTIFICATE: 02/10/1998 PERIOD OF DURATION: INDUSTR
 STATE OF INCORPORATION: VA VIRGINIA STOCK INDICATOR: S STOCK
 MERGER IND: CONVERSION/DOMESTICATION IND:
 GOOD STANDING IND: Y MONITOR INDICATOR:
 CHARTER FEE: 50.00 CASE NO: CASE STATUS: HEARING DTE
 R/A NAME: CHARLES C COLLINS

STREET: 1112 BLACKBEARD DR

AR RTN M

CITY: STAFFORD

STATE : VA ZIP: 22554

R/A STATUS: D DIRECTOR

EFF. DATE: 01/22/03 LOC.: 189

ACCEPTED AR#: 207 33 1833 DATE: 04/25/07 STAFFOR

CURRENT AR#: 207 33 1833 DATE: 04/25/07 STATUS: A ASSESSMENT IND

YEAR	FEES	PENALTY	INTEREST	TAXES	BALANCE	TOT
07	100.00	10.00				

COMMAND: |.....

Agent For Service

NOTE: Function Key usage varies depending on the Application Screen.
 For specifics, refer to Function Key Documentation.

2007 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

207331833
04/28/2007



① CORPORATION NAME
Omega Defense Systems, Inc

DUE DATE 02/28/07

② VA REGISTERED AGENT NAME AND OFFICE ADDRESS DIR
CHARLES C COLLINS

CORPORATE ID 0498087-6

1112 BLACKBEARD DR

③ STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	1,000

STAFFORD, VA 22554
③ CITY OR COUNTY OF VA REGISTERED OFFICE
189-STAFFORD COUNTY

④ STATE OR COUNTRY OF INCORPORATION
VA-VIRGINIA

DO NOT ATTEMPT TO ALTER THE INFORMATION ABOVE Carefully read the attached instruction sheet Type or print in black only If item ③ is blank or incorrect, you must add or change the principal office address where indicated If item ④ is blank or incorrect, you must add or change the director and officer information where indicated

⑤ PRINCIPAL OFFICE ADDRESS

<input type="checkbox"/> Mark this box if address shown below is correct	If address is blank or incorrect, add or correct below
ADDRESS 22601 N 19TH AVENUE SUITE 116	ADDRESS
CITY/ST/ZIP PHOENIX, AZ 85027	CITY/ST/ZIP

⑥ DIRECTORS AND PRINCIPAL OFFICERS

All directors and principal officers must be listed
An individual may be designated as both a director and an officer

Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>
NAME TOM GILMORE	NAME
TITLE PRESIDENT	TITLE
ADDRESS 2521 W RED FOX ROAD	ADDRESS
CITY/ST/ZIP PHOENIX, AZ 85085	CITY/ST/ZIP

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE AND COMPLETE

Charles C Collins
SIGNATURE OF DIRECTOR/OFFICER
LISTED IN THIS REPORT

Charles C Collins, Director
PRINTED NAME AND CORPORATE TITLE

4/23/07
DATE

It is a Class 1 misdemeanor for any person to sign a document he knows is false in any material respect with intent that the document be delivered to the Commission for filing
• 0336403 000023770 045CC3
AR001 Rev 10 8/06

2007 ANNUAL REPORT CONTINUED

DUE DATE 02/28/07

CORPORATE ID 0498087-6

All directors and principal officers must be listed.
An individual may be designated as both a director and an officer.

⑦ DIRECTORS AND PRINCIPAL OFFICERS (continued)

Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME MICHAEL WISLOSKI TITLE VICE PRESIDENT ADDRESS 13380 PACKARD DRIVE CITY/ST/ZIP WOODBRIDGE, VA 22193-3905		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME TITLE ADDRESS CITY/ST/ZIP	
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME CYNTHIA GILMORE TITLE T/S ADDRESS 2521 W RED FOX ROAD CITY/ST/ZIP PHOENIX, AZ 85058		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME TITLE ADDRESS CITY/ST/ZIP	
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME CHARLES C COLLINS TITLE DIRECTOR ADDRESS 1112 BLACKBEARD DRIVE CITY/ST/ZIP STAFFORD, VA 22554		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME TITLE ADDRESS CITY/ST/ZIP	
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME EUGENE P PHILLIPS TITLE DIRECTOR ADDRESS 1314 WOODMERE DRIVE CITY/ST/ZIP MANDEVILLE, LA 70471		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME TITLE ADDRESS CITY/ST/ZIP	

AF002W Rev 1 0504

• 0131403 000022970 015CC3

206170553
02/27/2008



27 11.55

CORPORATE ID 0498087-G

5 STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	1,000

DO NOT ATTEMPT TO ALTER THE INFORMATION ABOVE Carefully read the attached instruction sheet. Type or print in black only. If item ⑥ is blank or incorrect, you must add or change the principal office address where indicated. If item ⑦ is blank or incorrect, you must add or change the director and officer information where indicated.

100

All directors and principal officers must be listed
An individual may be designated as both a director and an officer

11/21/06
DATE

It is a Class 1 misdemeanor for any person to sign a document he knows is false in any material respect with intent that the document be delivered to the Commission for filing

2006 ANNUAL REPORT CONTINUED

DUE DATE: 02/28/06

CORPORATE ID: 0498087-6

⑦ DIRECTORS AND PRINCIPAL OFFICERS (continued)

All directors and principal officers must be listed
An individual may be designated as both a director and an officer

Mark appropriate box unless area below is blank Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information <input type="checkbox"/>		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input checked="" type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME MICHAEL MARK TITLE VICE PRESIDENT ADDRESS 1730 SMOKE RIDGE DRIVE CITY/ST/ZIP CO SPRINGS, CO 80919		OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME CHARLES C. COLLINS TITLE ADDRESS 1112 BLACKBERRY DRIVE CITY/ST/ZIP STAFFORD, VA 22554	
Mark appropriate box unless area below is blank Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information <input type="checkbox"/>		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME MICHAEL WISLOSKI TITLE VICE PRESIDENT ADDRESS 13390 PACKARD DRIVE CITY/ST/ZIP WOODBRIDGE, VA 22193-3905		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME TITLE ADDRESS CITY/ST/ZIP	
Mark appropriate box unless area below is blank Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information <input type="checkbox"/>		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME CYNTHIA GILMORE TITLE TS ADDRESS 2521 W RED FOX ROAD CITY/ST/ZIP PHOENIX AZ 85058		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME TITLE ADDRESS CITY/ST/ZIP	
Mark appropriate box unless area below is blank Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information <input type="checkbox"/>		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME EUGENE P PHILLIPS TITLE DIRECTOR ADDRESS 1314 WOODMERE DRIVE CITY/ST/ZIP MANDEVILLE, LA 70471		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME TITLE ADDRESS CITY/ST/ZIP	

APR 29 AM 1 0104

♦ 03.0VVS6 00008A32A 075CC3

205291872
04/06/20052005 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION① CORPORATION NAME
OMEGA SYSTEMS, INCDUE DATE
CORPORATION ID 0498087-6

② VA REGISTERED AGENT NAME AND ADDRESS DIRECTOR

CHARLES C COLLINS
1112 BLACKBEARD DR
STAFFORD VA 22554

③ STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	1,000

④ CITY OR COUNTY OF VA REGISTERED OFFICE
189 - STAFFORD COUNTY⑤ STATE OR COUNTRY OF INCORPORATION
VA - VIRGINIA

DO NOT ATTEMPT TO ALTER THE INFORMATION ABOVE Carefully read the attached instruction sheet Type or print in black only If item ③ is blank or incorrect, you must add or change the principal office address where indicated If item ⑤ is blank or incorrect, you must add or change the director and officer information where indicated

⑥ PRINCIPAL OFFICE ADDRESS

<input type="checkbox"/> Mark this box if address shown below is correct	If address is blank or incorrect, add or correct below
ADDRESS 1112 BLACKBEARD DRIVE CITY/ST/ZIP STAFFORD VA 22554	ADDRESS 22601 N. 19th Ave. Suite 116 CITY/ST/ZIP Phoenix, AZ 85027

⑦ DIRECTORS AND PRINCIPAL OFFICERS

All directors and principal officers must be listed
An individual may be designated as both a director and an officer

Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input checked="" type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input checked="" type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME TOM GILMORE TITLE PRESIDENT ADDRESS 3213 AQUIA DRIVE CITY/ST/ZIP STAFFORD VA 22554		OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> NAME Tom Gilmore TITLE President ADDRESS 2521 W. Red Fox Rd. CITY/ST/ZIP Phoenix, AZ 85085	

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE AND COMPLETE

Tom Gilmore
SIGNATURE OF DIRECTOR/OFFICER
LISTED IN THIS REPORT

Cynthia D. Gilmore, Secretary
PRINTED NAME AND TITLE
DATE 3/29/05

It is a Class 1 misdemeanor for any person to sign a document he knows is false in any material respect with intent that the document be delivered to the Commission for filing

CIS0368

2005 ANNUAL REPORT CONTINUED

DUE DATE:
CORPORATE ID: 0498087-6

Ⓞ DIRECTORS AND PRINCIPAL OFFICERS (continued) All directors and principal officers must be listed.
An individual may be designated as both a director and an officer

Mark appropriate box unless area below is blank <input checked="" type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete Information	If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
NAME MICHAEL WISLOSKI OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE VICE PRESIDENT ADDRESS 13390 PACKARD DRIVE CITY/ST/ZIP WOODBRIDGE VA 22193 3905	NAME TITLE ADDRESS CITY/ST/ZIP
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input checked="" type="checkbox"/> Delete Information	If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input checked="" type="checkbox"/> Replacement
NAME CHARLES COLLINS OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE TREASURER ADDRESS 1112 BLACKBEARD DRIVE CITY/ST/ZIP STAFFORD VA 22554	NAME Cynthia Gilmore OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE Treasurer ADDRESS 2521 W. Red Fox Rd. CITY/ST/ZIP Phoenix, AZ 85085
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input checked="" type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete Information	If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input checked="" type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
NAME CYNTHIA GILMORE OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE SECRETARY ADDRESS 3213 AQUIA DRIVE CITY/ST/ZIP STAFFORD VA 22554	NAME Cynthia Gilmore OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE Secretary ADDRESS 2521 W. Red Fox Rd. CITY/ST/ZIP Phoenix, AZ 85085
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete Information	If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input checked="" type="checkbox"/> Addition <input type="checkbox"/> Replacement
NAME TITLE ADDRESS CITY/ST/ZIP	NAME Michael Mark OFFICER <input type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE VP Business Development ADDRESS 1730 Smoke Ridge DR. CITY/ST/ZIP Co Springs, CO 80919

CIS0368

Corporate ID: 0498087-6	
Mark appropriate box unless area below is blank: <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If information at lower left is incorrect or blank, please mark appropriate box and enter information below: <input type="checkbox"/> Correction <input checked="" type="checkbox"/> Addition <input type="checkbox"/> Replacement
NAME TITLE ADDRESS CITY/ST/ZIP	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> NAME Eugene P. Phillips TITLE Shareholder ADDRESS 1314 Woodmere DR. CITY/ST/ZIP Mandeville, LA 70471

CIS0368

**2004 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

204361203
05/03/2004



① CORPORATION NAME
OMEGA SYSTEMS, INC

DUE DATE 02/27/04

② VA REGISTERED AGENT NAME AND OFFICE ADDRESS DIR
CHARLES C COLLINS

CORPORATE ID 0498087-6

1112 BLACKBEARD DR

⑤ STOCK INFORMATION

STAFFORD, VA 22554
③ CITY OR COUNTY OF VA REGISTERED OFFICE
189-STAFFORD COUNTY

CLASS	AUTHORIZED
COMMON	1,000

④ STATE OR COUNTRY OF INCORPORATION
VA-VIRGINIA

DO NOT ATTEMPT TO ALTER THE INFORMATION ABOVE. Carefully read the attached instruction sheet. Type or print in black only. If item ③ is blank or incorrect, you must add or change the principal office address where indicated. If item ② is blank or incorrect, you must add or change the director and officer information where indicated.

⑥ PRINCIPAL OFFICE ADDRESS

<input type="checkbox"/> Mark this box if address shown below is correct	If address is blank or incorrect, add or correct below
ADDRESS 1112 BLACKBEARD DRIVE	ADDRESS
CITY/ST/ZIP STAFFORD, VA 22554	CITY/ST/ZIP

⑦ DIRECTORS AND PRINCIPAL OFFICERS

All directors and principal officers must be listed.
An individual may be designated as both a director and an officer.

Mark appropriate box unless area below is blank: <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information	If information at lower left is incorrect or blank, please mark appropriate box and enter information below: <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>
NAME TOM GILMORE	NAME
TITLE PRESIDENT	TITLE
ADDRESS 3213 AQUA DRIVE	ADDRESS
CITY/ST/ZIP STAFFORD, VA 22554	CITY/ST/ZIP

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE AND COMPLETE

SIGNATURE OF DIRECTOR/OFFICER
LISTED IN THIS REPORT

CHARLES C COLLINS - TREASURER
PRINTED NAME AND CORPORATE TITLE

4/24/04
DATE

It is a Class 1 misdemeanor for any person to sign a document he knows is false in any material respect with intent that the document be delivered to the Commission for filing.
+ 0001373 000020194 015CC3 0322465 P4
JAN 27 2004

2004 ANNUAL REPORT CONTINUED

DUE DATE: 02/27/04

CORPORATE ID: 0498087-6

⑦ DIRECTORS AND PRINCIPAL OFFICERS (continued)

All directors and principal officers must be listed
An individual may be designated as both a director and an officer

Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME	MICHAEL WISLOSKI	NAME	
TITLE	VICE PRESIDENT	TITLE	
ADDRESS	13380 PACKARD DRIVE	ADDRESS	
CITY/ST/ZIP	WOODBIDGE, VA 22183-3605	CITY/ST/ZIP	
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME	CHARLES COLLINS	NAME	
TITLE	TREASURER	TITLE	
ADDRESS	1112 BLACKBEARD DRIVE	ADDRESS	
CITY/ST/ZIP	STAFFORD, VA 22554	CITY/ST/ZIP	
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME	CYNTHIA GILMORE	NAME	
TITLE	SECRETARY	TITLE	
ADDRESS	3213 AQUIA DRIVE	ADDRESS	
CITY/ST/ZIP	STAFFORD, VA 22554	CITY/ST/ZIP	
Mark appropriate box unless area below is blank <input type="checkbox"/> Information is correct <input type="checkbox"/> Information is incorrect <input type="checkbox"/> Delete information		If information at lower left is incorrect or blank, please mark appropriate box and enter information below <input type="checkbox"/> Correction <input type="checkbox"/> Addition <input type="checkbox"/> Replacement	
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME		NAME	
TITLE		TITLE	
ADDRESS		ADDRESS	
CITY/ST/ZIP		CITY/ST/ZIP	

APR 2004 Rev 1 04/04

+ 0001373 000020744 015CC3 0122465 P4

203061882
01/21/2003

2003 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
OFFICE

2003 JAN 21 AM 10:28 DUE DATE: 2/28/2003

① CORPORATION NAME
OMEGA SYSTEMS, INC.

CORPORATION ID: 0498087-6

② VA REGISTERED AGENT NAME AND ADDRESS: DIRECTOR

CYNTHIA D GILMORE
3213 AQUA ST
STAFFORD VA 22554

③ STOCK INFORMATION:

CLASS	AUTHORIZED
COMMON	1,000

④ CITY OR COUNTY OF VA REGISTERED OFFICE:
189 - STAFFORD COUNTY

⑤ STATE OR COUNTRY OF INCORPORATION:
VA - VIRGINIA

DO NOT ATTEMPT TO ALTER THE FOREGOING INFORMATION. Carefully read the attached instruction sheet. Type or print in black only. If item ③ is blank or incorrect, you must add or change the principal office address where indicated. If item ② is blank or incorrect, you must add or change the director and officer information where indicated.

⑥ PRINCIPAL OFFICE ADDRESS

<input type="checkbox"/> NO CHANGE	<input checked="" type="checkbox"/> ADDITIONS / CHANGES ONLY
ADDRESS: 3896 LANSING COURT	ADDRESS: 1112 BLACKBERRY DRIVE
CITY/ST/ZIP: DUMFRIES VA 22028	CITY/ST/ZIP: STAFFORD, VA 22554

⑦ DIRECTORS AND PRINCIPAL OFFICERS

All directors and principal officers must be listed.
One individual may be a director and an officer.

<input type="checkbox"/> NO CHANGE	<input type="checkbox"/> REMOVE	<input type="checkbox"/> ADDITIONS	<input type="checkbox"/> CHANGES
NAME: TOM GILMORE TITLE: PRESIDENT ADDRESS: 3213 AQUA DRIVE CITY/ST/ZIP: STAFFORD VA 22554		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE AND COMPLETE.

Charles Salinas
SIGNATURE OF DIRECTOR/OFFICER
LISTED IN THIS REPORT

Charles Salinas - Treasurer
PRINTED NAME AND TITLE

Jan 5 2003
DATE

It is a Class 1 misdemeanor for any person to sign a document he knows is false in any material respect with intent that the document be delivered to the Commission for filing.

CIS0357

2003 ANNUAL REPORT CONTINUED

DUE DATE: 2/28/2003
CORPORATE ID: 0498087-8

<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE NAME: MICHAEL WISLOSKI OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE: VICE PRESIDENT ADDRESS: 13390 PACKARD DRIVE CITY/ST/ZIP: WOODBRIDGE VA 22193 3905	<input type="checkbox"/> ADDITIONS <input type="checkbox"/> CHANGES NAME: OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> TITLE: ADDRESS: CITY/ST/ZIP:
<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE NAME: CYNTHIA GILMORE OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE: S/T ADDRESS: 3213 AQUIA DRIVE CITY/ST/ZIP: STAFFORD VA 22554	<input type="checkbox"/> ADDITIONS <input checked="" type="checkbox"/> CHANGES NAME: CYNTHIA GILMORE OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE: SECRETARY ADDRESS: 3213 AQUIA DRIVE CITY/ST/ZIP: STAFFORD, VA 22554
<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE NAME: OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> TITLE: ADDRESS: CITY/ST/ZIP:	<input checked="" type="checkbox"/> ADDITIONS <input type="checkbox"/> CHANGES NAME: CHARLES COLLINS OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/> TITLE: TREASURER ADDRESS: 1112 BLACKBEARD DRIVE CITY/ST/ZIP: STAFFORD, VA 22554
<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE NAME: OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> TITLE: ADDRESS: CITY/ST/ZIP:	<input type="checkbox"/> ADDITIONS <input type="checkbox"/> CHANGES NAME: OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/> TITLE: ADDRESS: CITY/ST/ZIP:

CIS0357

202082358
01/22/20022002 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION① CORPORATION NAME:
OMEGA SYSTEMS, INC.

DUE DATE: 02/28/02

CORPORATION ID: C498087-6

② REGISTERED AGENT NAME AND OFFICE ADDRESS: DIR.

CYNTHIA D GILMORE
3213 AQUIA ST
STAFFORD, VA 22554

③ STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	1,000

③ CITY OR COUNTY OF VA REGISTERED OFFICE:
189-STAFFORD COUNTY④ STATE OR COUNTRY OF INCORPORATION:
VA-VIRGINIA

Carefully read the attached instruction sheet. Type or print in black only. If block ⑥ is blank, you must add the principal office address. If block ⑦ is blank, you must add the director and officer information (see Section 13.1-775 A 3 or Section 13.1-936 A 3 of the Code of Virginia).

⑥ PRINCIPAL OFFICE ADDRESS

<input type="checkbox"/> NO CHANGE	<input type="checkbox"/> ADDITIONS/CHANGES ONLY
ADDRESS: 3896 LANSING COURT	ADDRESS:
CITY/ST/ZIP: DUMFRIES, VA 22026	CITY/ST/ZIP:

⑦ DIRECTORS AND PRINCIPAL OFFICERS

All directors and principal officers must be listed.
One individual may be a director and an officer

<input type="checkbox"/> NO CHANGE	<input type="checkbox"/> REMOVE	<input type="checkbox"/> ADDITIONS/CHANGES ONLY
NAME: TOM GILMORE	OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	NAME:
TITLE: PRESIDENT		TITLE:
ADDRESS: 3213 AQUIA DRIVE		ADDRESS:
CITY/ST/ZIP: STAFFORD, VA 22554		CITY/ST/ZIP:

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE AND COMPLETE.

[Signature]
SIGNATURE OF DIRECTOR/OFFICER
LISTED IN THIS REPORT

Cynthia D. Gilmore, VP
PRINTED NAME/TITLE

1/18/01
DATE

It is a Class 1 misdemeanor for any person to sign a document he knows is false in any material respect with intent that the document be delivered to the Commission for filing.
84784

2002 ANNUAL REPORT CONTINUED

CORPORATE ID: 0498087-6

<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE		<input type="checkbox"/> ADDITIONS/CHANGES ONLY	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: MICHAEL WISLOSKI		NAME:	
TITLE: VICE PRESIDENT		TITLE:	
ADDRESS: 13390 PACKARD DRIVE		ADDRESS:	
CITY/ST/ZIP: WOODBRIDGE, VA 22193-3905		CITY/ST/ZIP:	

<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE		<input type="checkbox"/> ADDITIONS/CHANGES ONLY	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: CYNTHIA GILMORE		NAME:	
TITLE: S/T		TITLE:	
ADDRESS: 3213 AQUIA DRIVE		ADDRESS:	
CITY/ST/ZIP: STAFFORD, VA 22554		CITY/ST/ZIP:	

<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE		<input type="checkbox"/> ADDITIONS/CHANGES ONLY	
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME:		NAME:	
TITLE:		TITLE:	
ADDRESS:		ADDRESS:	
CITY/ST/ZIP:		CITY/ST/ZIP:	

<input type="checkbox"/> NO CHANGE <input type="checkbox"/> REMOVE		<input type="checkbox"/> ADDITIONS/CHANGES ONLY	
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME:		NAME:	
TITLE:		TITLE:	
ADDRESS:		ADDRESS:	
CITY/ST/ZIP:		CITY/ST/ZIP:	

2001 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

201080201
01/24/2001

① CORPORATION NAME:
OMEGA SYSTEMS, INC.

DUE DATE: 02/28/2001

CORPORATION ID: 0498087-6

② REGISTERED AGENT NAME AND ADDRESS: DIR.

CYNTHIA D GILMORE
3213 AQUIA ST
STAFFORD, VA 22554

⑤ STOCK INFORMATION:

CLASS	AUTHORIZED
COMMON	1,000

③ CITY OR COUNTY OF VA REGISTERED OFFICE:
189-STAFFORD COUNTY

④ STATE OR COUNTRY OF INCORPORATION:
VA-VIRGINIA

Carefully read the attached instruction sheet and type or print with black ink only. If block ⑥ is blank, you must add the principal office address. If block ⑦ is blank, you must add the officer and/or director information.

⑥ PRINCIPAL OFFICE ADDRESS

NO CHANGE <input checked="" type="checkbox"/> REMOVE ENTIRE ADDRESS <input type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
ADDRESS: 3896 LANSING COURT	ADDRESS:
CITY/STATE/ZIP: DUMFRIES, VA 22026	CITY/STATE/ZIP:

⑦ PRINCIPAL OFFICERS AND DIRECTORS

NO CHANGE <input checked="" type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
NAME: TON GILMORE TITLE: PRESIDENT ADDRESS: 3213 AQUIA DRIVE CITY/STATE/ZIP: STAFFORD, VA 22554	NAME: TITLE: ADDRESS: CITY/STATE/ZIP:
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE.

Cynthia D. Gilmore
SIGNATURE

Cynthia D. Gilmore
PRINTED NAME

01/11/01
DATE

MUST BE SIGNED BY AN OFFICER OR DIRECTOR LISTED IN THIS REPORT.

2001 ANNUAL REPORT CONTINUED

CORPORATE ID: 0498087-6

NO CHANGE <input checked="" type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: MICHAEL WISLOSKI TITLE: VICE PRESIDENT ADDRESS: 13390 PACKARD DRIVE CITY/ST/ZIP: WOODBRIDGE, VA 22193-3905		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	
NO CHANGE <input checked="" type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: CYNTHIA GILMORE TITLE: S/T ADDRESS: 3213 AQUIA DRIVE CITY/ST/ZIP: STAFFORD, VA 22554		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	
NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: TITLE: ADDRESS: CITY/ST/ZIP:		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	
NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: TITLE: ADDRESS: CITY/ST/ZIP:		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	

30

2000 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

200050725
01/12/2000



① CORPORATION NAME:
OMEGA SYSTEMS, INC.

DUE DATE: 02/29/2000
CORPORATION ID: 0498087-6

② REGISTERED AGENT NAME AND ADDRESS: DIR.

CYNTHIA D GILMORE
3213 AQUA ST
STAFFORD, VA 22554

③ STOCK INFORMATION:

CLASS	AUTHORIZED
COMMON	1,000

③ CITY OR COUNTY OF VA REGISTERED OFFICE:
189-STAFFORD COUNTY

④ STATE OR COUNTRY OF INCORPORATION:
VA-VIRGINIA

Carefully read the attached instruction sheet and type or print with black ink only. If Block ⑥ is blank, you must add the principal office address. If block ⑦ is blank, you must add the officer and/or director information.

⑥ PRINCIPAL OFFICE ADDRESS

NO CHANGE <input type="checkbox"/> REMOVE ENTIRE ADDRESS <input checked="" type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
ADDRESS: 3213 AQUA DRIVE	ADDRESS: 3896 dancing Court
CITY/ST/ZIP: STAFFORD, VA 22554	CITY/ST/ZIP: Dumfries, VA 22026

⑦ PRINCIPAL OFFICERS AND DIRECTORS

NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
NAME: TOM GILMORE TITLE: PRESIDENT ADDRESS: 3213 AQUA DRIVE CITY/ST/ZIP: STAFFORD, VA 22554	NAME: _____ TITLE: _____ ADDRESS: _____ CITY/ST/ZIP: _____
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE.

Cynthia D. Gilmore
SIGNATURE

Cynthia D. Gilmore
PRINTED NAME

1/10/00
DATE

MUST BE SIGNED BY AN OFFICER OR DIRECTOR LISTED IN THIS REPORT.

2000 ANNUAL REPORT CONTINUED

CORPORATE ID: 0498087-6

NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: MICHAEL WISLOSKI TITLE: VICE PRESIDENT ADDRESS: 13390 PACKARD DRIVE CITY/ST/ZIP: WOODBRIDGE, VA 22193-3905		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	
NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: CYNTHIA GILMORE TITLE: S/T ADDRESS: 3213 AQUIA DRIVE CITY/ST/ZIP: STAFFORD, VA 22554		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	
NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: TITLE: ADDRESS: CITY/ST/ZIP:		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	
NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>		MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY	
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>		OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	
NAME: TITLE: ADDRESS: CITY/ST/ZIP:		NAME: TITLE: ADDRESS: CITY/ST/ZIP:	

1999 ANNUAL REPORT
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

99180957
03/05/1999



1 CORPORATION NAME:
OMEGA SYSTEMS, INC.

DUE DATE: 03/01/1999

CORPORATION ID: 0498087-6

2 REGISTERED AGENT NAME AND ADDRESS: DIR.

CYNTHIA D GILMORE
3213 AQUIA ST
STAFFORD, VA 22554

5 STOCK INFORMATION:

CLASS	AUTHORIZED
COMMON	1,000
Common	102,000

3 CITY OR COUNTY OF VA REGISTERED OFFICE:
189-STAFFORD COUNTY

4 STATE OR COUNTRY OF INCORPORATION:
VA-VIRGINIA

IF THIS IS THE CORPORATION'S FIRST YEAR FOR FILING AN ANNUAL REPORT, PLEASE FILL IN BLOCKS 6 AND 7. PLEASE READ THE INSTRUCTION SHEET CAREFULLY AND TYPE OR PRINT WITH BLACK INK ONLY. THIS REPORT MUST BE SIGNED BY AN OFFICER OR DIRECTOR LISTED IN THIS REPORT.

6 PRINCIPAL OFFICE ADDRESS

NO CHANGE <input type="checkbox"/> REMOVE ENTIRE ADDRESS <input checked="" type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
ADDRESS: 3213 Aquia Drive	ADDRESS:
CITY/ST/ZIP: Stafford, VA 22554	CITY/ST/ZIP:

7 PRINCIPAL OFFICERS AND DIRECTORS

NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input checked="" type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
NAME: Tom Gilmore TITLE: President ADDRESS: 3213 Aquia Drive CITY/ST/ZIP: Stafford, VA 22554	NAME: . . . TITLE: . . . ADDRESS: . . . CITY/ST/ZIP: . . .
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS REPORT IS ACCURATE.

Tom Gilmore
SIGNATURE

President
PRINTED TITLE

3-3-99
DATE

PLEASE SIGN AND DATE THIS REPORT (EVEN IF THERE ARE NO CHANGES TO THE INFORMATION ON FILE). 20

1999 ANNUAL REPORT CONTINUED

CORPORATE ID: 0498087-6

NO CHANGE <input checked="" type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>
NAME: Cynthia Gilmore TITLE: Secretary and Treasurer ADDRESS: 3213 Aquia Drive CITY/ST/ZIP: Stafford, VA 22554	NAME: TITLE: ADDRESS: CITY/ST/ZIP:
NO CHANGE <input checked="" type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
OFFICER <input checked="" type="checkbox"/> DIRECTOR <input checked="" type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>
NAME: Michael Wisloski TITLE: Vice President ADDRESS: 13390 Packard Drive CITY/ST/ZIP: Woodbridge, VA 22193-3905	NAME: TITLE: ADDRESS: CITY/ST/ZIP:
NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input checked="" type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>
NAME: Armad Kittrell TITLE: Vice President, Network Engineering Services ADDRESS: 7404 Harvest Lane CITY/ST/ZIP: Fredericksburg, VA 22407	NAME: TITLE: ADDRESS: CITY/ST/ZIP:
NO CHANGE <input type="checkbox"/> REMOVE ENTIRE NAME/ADDRESS <input type="checkbox"/>	MAKE ADDITIONS/CHANGES IN RIGHT COLUMN ONLY
OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>	OFFICER <input type="checkbox"/> DIRECTOR <input type="checkbox"/>
NAME: TITLE: ADDRESS: CITY/ST/ZIP:	NAME: TITLE: ADDRESS: CITY/ST/ZIP: